

BALL JANIK LLP

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RECORDATION NO. 24492-B FILED

AUG 13 '03

8-00 PM

SURFACE TRANSPORTATION BOARD

LOUIS E. GITOMER
OF COUNSEL
(202) 466-6532

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August 13, 2003

Honorable Vernon A. Williams
Secretary
Surface Transportation Board
Washington, DC 20423

Dear Secretary Williams:

I have enclosed two originals of the document described below, to be recorded pursuant to 49 U.S.C. § 11301.

The document is a Notice of Railcar Renumbering, a secondary document, dated as of July 31, 2003. The primary document to which this is connected is recorded under Recordation Number 24492. We request that this document be recorded under that Recordation Number 24492-B.

The names and addresses of the parties to the Notice of Railcar Renumbering are:

Lessor:

LaSalle National Leasing Corporation
One West Pennsylvania Avenue, Suite 1000
Towson, MD 21204

Lessees:

Northern Rail Car Leasing, Inc.
Wisconsin & Southern Railroad Company
5300 North 33rd Street
Milwaukee WI 53209

A description of the equipment covered by the Notice of Railcar Renumbering consists of 40 open top hopper cars numbered WSOR 8000-8039, inclusive, formerly numbered NOKL 910102, 910106, 910120, 910124, 910132, 910150, 910164, 910169, 910172, 910175, 910177, 910202, 910203, 910205, 910208, 910221, 910235, 910238, 910243, 910259, 910263, 910264, 910272, 910289, 910293, 910294, 910295, 910300, 910304, 910325, 910335, 910355, 910362, 910365, 910366, 910367, 910379, 910380, 910384, and 910385, respectively.

BALL JANIK LLP

Honorable Vernon A. Williams
August 13, 2003
Page 2

A fee of \$ 30.00 is enclosed. Please return one original to:

Louis E. Gitomer
Of Counsel
Ball Janik LLP
Suite 225
1455 F Street, N.W.
Washington, DC 20005

A short summary of the document to appear in the index follows: a Notice of Railcar Renumbering between LaSalle National Leasing Corporation, One West Pennsylvania Avenue, Suite 1000, Towson, MD 21204, and Northern Rail Car Leasing, Inc. and Wisconsin & Southern Railroad Company, both at 5300 North 33rd Street, Milwaukee WI 53209, covering 40 open top hopper cars WSOR 8000-8039, inclusive, formerly numbered NOKL 910102, 910106, 910120, 910124, 910132, 910150, 910164, 910169, 910172, 910175, 910177, 910202, 910203, 910205, 910208, 910221, 910235, 910238, 910243, 910259, 910263, 910264, 910272, 910289, 910293, 910294, 910295, 910300, 910304, 910325, 910335, 910355, 910362, 910365, 910366, 910367, 910379, 910380, 910384, and 910385.

Very Truly Yours,



Louis E. Gitomer

Enclosures

RECORDATION NO. 24492-B FILED

AUG 13 '03

3-00 PM

NOTICE OF RAILCAR RENUMBERING

SURFACE TRANSPORTATION BOARD

WHEREAS, LaSalle National Leasing Corporation ("LaSalle"), as lessor, and Wisconsin & Southern Railroad Company ("W&S") and Northern Rail Car Leasing, Inc. ("Northern"), as lessees, entered into a Master Railcar Lease Agreement dated May 28, 2003 (the "Lease") whereby, among other things, Lessees leased 40 open top hopper cars (the "Equipment");

WHEREAS, in respect of the Lease, a Memorandum of Lease Agreement dated as of May 28, 2003 between LaSalle and W&S was recorded at the Surface Transportation Board on June 24, 2003 at 12:39 p.m. under Recordation No. 24492; and

WHEREAS, in respect of the Lease, a Memorandum of Lease Agreement dated as of May 28, 2003 between LaSalle and Northern was recorded at the Surface Transportation Board on June 24, 2003 at 12:43 p.m. under Recordation No. 24492-A.

WHEREAS, This Notice of Railcar Renumbering may be executed in any number of counterparts, each of which shall be an original, all of which when taken together shall constitute one agreement binding on all parties, notwithstanding that all parties are not signatories to the same counterpart.

NOW THEREFORE, TAKE NOTICE THAT Lessees have renumbered the Equipment as more particularly set forth in the attached Schedule of Equipment.

IN WITNESS WHEREOF, each of the parties hereto has caused this Notice of Railcar Renumbering to be executed by its duly authorized officer as of this 31st day of July 2003.

LaSalle National Leasing Corporation

By: 

Name: TERRY PRESTON

Title: VICE PRESIDENT

Wisconsin & Southern Railroad Company

By: 

Name: Timothy J. Karp

Title: Vice President - Finance

Northern Rail Car Leasing, Inc.

By: 

Name: Timothy J. Karp

Title: Vice President - Finance

STATE OF Maryland)
) ss.
County of Baltimore)

On this 31 day of July, 2003, before me, Dana L. Welker, the undersigned
Notary Public, personally appeared Emi J. Preston personally known to me to
be the person who executed the within instrument as Vice President on behalf
of the corporation therein named, and acknowledged to me that the corporation executed it.

DANA L. WELKER
NOTARY PUBLIC
BALTIMORE COUNTY

Dana L. Welker
Notary Public for Maryland
My Commission expires 11/12/03

STATE OF Wisconsin)
) ss.
County of Milwaukee)

On this 31 day of July, 2003, before me, Cathy Cornell, the undersigned
Notary Public, personally appeared Timothy J Karp personally known to me to
be the person who executed the within instrument as Vice President of Financing on behalf
of the corporation therein named, and acknowledged to me that the corporation executed it.

Cathy Cornell
Notary Public for Wisconsin
My Commission expires 3-25-07

STATE OF Wisconsin)
) ss.
County of Milwaukee)

On this 31 day of July, 2003, before me, Cathy Cornell, the undersigned
Notary Public, personally appeared Timothy J Karp personally known to me to
be the person who executed the within instrument as Vice President of Financing on behalf
of the corporation therein named, and acknowledged to me that the corporation executed it.

Cathy Cornell
Notary Public for Wisconsin
My Commission expires 3-25-07

LASALLE NATIONAL LEASING CORPORATION

SCHEDULE OF EQUIPMENT

Co-Lessee: **WISCONSIN & SOUTHERN RAILROAD COMPANY**

Co-Lessee: **NORTHERN RAIL CAR LEASING, INC.**

Approved By:
(Lessee to initial each page)

Attached to Bill of Sale dated
June , 2003
and/or

Equipment located at:

Street No.

Schedule No. 1

City County State Zip

Manufacturer and/or Vendor Name & Invoice No.	Description
First Union Rail Corporation 6250 River Road, Suite 5000 Rosemont, IL 60018	40 - Open-top Hopper Railcars, bearing the following Reporting Marks:

LASALLE NATIONAL LEASING CORPORATION

SCHEDULE OF EQUIPMENT

Co-Lessee: **WISCONSIN & SOUTHERN RAILROAD COMPANY**

Co-Lessee: **NORTHERN RAIL CAR LEASING, INC.**

Approved By: *FG*
(Lessee to initial each page)

Attached to Bill of Sale dated
June , 2003
and/or

Equipment located at:

Street No.

Schedule No. 1

City County State Zip

Manufacturer and/or Vendor Name & Invoice No.	Description
First Union Rail Corporation 6250 River Road, Suite 5000 Rosemont, IL 60018	40 - Open-top Hopper Railcars, bearing the following Reporting Marks: